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*Counsel to the Liquidating Trustee*

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

-----x  
In re: : Chapter 11  
:   
CIRCUIT CITY STORES, INC., et al. : Case No. 08-35653 (KRH)  
:   
Debtors. : Jointly Administered  
-----x

**ELEVENTH ORDER REGARDING LIQUIDATING TRUST'S SECOND  
OMNIBUS OBJECTION TO LANDLORD CLAIMS (REDUCTION OF  
CERTAIN PARTIALLY INVALID CLAIMS, DISALLOWANCE OF  
CERTAIN INVALID CLAIMS, DISALLOWANCE OF CERTAIN LATE-FILED  
CLAIMS, AND DISALLOWANCE OF CERTAIN AMENDED CLAIMS)**

THIS MATTER having come before the Court<sup>1</sup> on the Liquidating Trust's Second Omnibus Objection to Landlord Claims (Reduction of Certain Partially Invalid Claims, Disallowance of Certain Invalid Claims, Disallowance of Certain of Late Filed Claims, and Disallowance of Certain Amended Claims) (the "Objection"), which requested, among other things, that the claims specifically identified on Exhibit C through Exhibit F attached to the Objection be reduced or disallowed for those reasons set forth in the Objection; and it appearing that due and proper notice and service of the Objection as set forth therein was good and sufficient and that no other further notice or service of the Objection need be given; and it appearing that the relief requested on the Objection is in the best interest of the Liquidating Trust, the Debtors' estates and creditors and other parties-in-interest; and after due deliberation thereon good and sufficient cause exists for the granting of the relief as set forth herein,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. The Court will conduct a status conference on April 11, 2013 at 2:00 p.m. for all Claims identified on Exhibit A attached hereto.
2. The Liquidating Trust's rights to object to any claim including (without limitation) the Claims subject to the Objection, on any grounds that applicable law permits, are not waived and are expressly reserved.
3. The Liquidating Trust shall serve a copy of this Order on the claimants included on the exhibits to this Order on or before five (5) business days from the entry of this Order.

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<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Objection.

4. This Court shall retain jurisdiction to hear and determine all matters arising from or relating to this Order.

Dated: Richmond, Virginia  
\_\_\_\_\_, 2013

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HONORABLE KEVIN R. HUENNEKENS  
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

TAVENNER & BERAN, PLC

/s/ Lynn L. Tavener

Lynn L. Tavener (VA Bar No. 30083)  
Paula S. Beran (VA Bar No. 34679)  
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*Counsel to the Circuit City Stores, Inc.  
Liquidating Trust*

**CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)**

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Lynn L. Tavenner

Lynn L. Tavenner

In re Circuit City Stores, et al.

Case No. 08-35653 (KRH)

**Exhibit A to Eleventh Order Regarding Liquidating Trust's Second Omnibus Objection to Landlord Claims  
Alphabetical Listing of Claims for Which Status Conference Will Take Place on April 11, 2013 at 2:00 p.m.**

Claim Holder	Claim	Exhibit
BASILE LIMITED LIABILITY CO. 43 RIDGECREST LN. BRISTOL, CT 06010	3973	Exhibit D Invalid Claims to be Expunged
Basile Limited Liability Company Acting by and through Midland Loan Services Inc. c/o Katharine Battaiia Thompson and Knight LLP 1722 Routh St., Ste. 1500 Dallas, TX 75201	14134	Exhibit C Reduction of Certain Partially Invalid Claims
Basile Limited Liability Company c/o Midland Loan Services, Inc., a Delaware Corporation c/o Katharine Battaiia Thompson and Knight LLP 1722 Routh St., Ste. 1500 Dallas, TX 75201	12692	Exhibit C Reduction of Certain Partially Invalid Claims
CC Colonial Trust Attn: David Vanaskey Corporate Trust Administration Wilmington Trust Company 1100 N. Market St. Wilmington, DE 19890	8688	Exhibit D Invalid Claims to be Expunged
CC COLONIAL TRUST STUART GROSS C/O PARAGON AFFILIATES, INC. ONE PARAGON DR., STE. 145 MONTVALE , NJ 7645	6909	Exhibit D Invalid Claims to be Expunged
CENTRAL INVESTMENTS LLC c/o MARK ORDOWER 333 S. DES PLAINES, NO. 207 CHICAGO, IL 60661	4556	Exhibit C Reduction of Certain Partially Invalid Claims
CENTRAL INVESTMENTS, LLC c/o MARK ORDOWER 333 S. DESPLAINES, NO. 207 CHICAGO, IL 60661	12116	Exhibit E Late Filed Claims
Centro Properties Group ta Heritage Square Naperville IL c/o David L. Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St., 51st Fl. Philadelphia, PA 19103	12637	Exhibit C Reduction of Certain Partially Invalid Claims

<b>Claim Holder</b>	<b>Claim</b>	<b>Exhibit</b>
Centro Properties Group ta Heritage Square Naperville IL c/o David L. Pollack, Esq. Ballard Spahr Andrews & Ingersoll LLP 1735 Market St., 51st Fl. Philadelphia, PA 19103	14565	Exhibit C Reduction of Certain Partially Invalid Claims
Centro Properties Group ta Heritage Square Naperville IL c/o David L. Pollack, Esq. Ballard Spahr Andrews & Ingersoll LLP 1735 Market St., 51st Fl. Philadelphia, PA 19103	12527	Exhibit F Amended Claims to be Expunged
Centro Properties Group ta Northridge Plaza Milwaukee WI c/o David L. Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St., 51st Fl. Philadelphia, PA 19103	12619	Exhibit C Reduction of Certain Partially Invalid Claims
Centro Properties Group ta Northridge Plaza Milwaukee WI c/o David L. Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St., 51st Fl. Philadelphia, PA 19103	12626	Exhibit C Reduction of Certain Partially Invalid Claims
Centro Properties Group ta Northridge Plaza Milwaukee WI c/o David L. Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St., 51st Fl. Philadelphia, PA 19103	8487	Exhibit F Amended Claims to be Expunged
Cermak Plaza Assoc LLC c/o Concordia Realty Corporation 10031 W. Roosevelt Rd. Westchester, IL 60154	12809	Exhibit C Reduction of Certain Partially Invalid Claims
Circuit Investors No. 3, Ltd. Niclas A. Ferland LeClair Ryan, A Professional Corporation Ilan Markus 555 Long Wharf Dr., 8th Fl. New Haven, CT 06511	13618	Exhibit C Reduction of Certain Partially Invalid Claims

<b>Claim Holder</b>	<b>Claim</b>	<b>Exhibit</b>
Circuit Investors Vernon Hills Limited Partnership c/o Niclas A. Ferland, Esq. LeClairRyan, A Professional Corporation 555 Long Wharf Dr., 8th Fl. New Haven, CT 06511	7155	Exhibit C Reduction of Certain Partially Invalid Claims
Circuit Investors Yorktown Limited Partnership c/o Niclas A. Ferland, Esq. LeClairRyan, A Professional Corporation 555 Long Wharf Dr., 8th Fl. New Haven, CT 06511	12338	Exhibit C Reduction of Certain Partially Invalid Claims
Manufacturers & Traders Trust Company, as Trustee c/o Nicholas M. Miller, Esq. Neal Gerber & Eisenberg LLP Two N LaSalle St., Ste. 1700 Chicago, IL 60602	8622	Exhibit D Invalid Claims to be Expunged
Manufacturers and Traders Trust Co., as Trustee c/o Nancy George, Vice President Corporate Trust Dept 1 M&T Plaza, 7th Fl. Buffalo, NY 14203	12053	Exhibit D Invalid Claims to be Expunged
NMC Stratford LLC c/o Ian S. Landsberg Landsberg Marguiles LLP 16030 Ventura Blvd., Ste. 470 Encino, CA 91436	9644	Exhibit C Reduction of Certain Partially Invalid Claims
Pan Am Equities Inc The Law Offices of David A Greer PLC 500 E. Main St., Ste. 1225 Norfolk, VA 23510	7999	Exhibit E Late Filed Claims
Pan Am Equities, Inc. The Law Offices of David A. Geer P.C 500 E. Main St., Suite 1225 Norfolk, VA 23510	7999	Exhibit C Reduction of Certain Partially Invalid Claims
Park National Bank 50 N. 3rd St. PO Box 3500 Newark, OH 43058-3500	8079	Exhibit D Invalid Claims to be Expunged
Park National Bank 50 N. 3rd St. PO Box 3500 Newark, OH 43058-3500	8618	Exhibit D Invalid Claims to be Expunged

<b>Claim Holder</b>	<b>Claim</b>	<b>Exhibit</b>
Park National Bank 50 N. 3rd St. PO Box 3500 Newark, OH 43058-3500	12615	Exhibit D Invalid Claims to be Expunged
Park National Bank Attn: Richard C. Maxwell c/o Woods Rogers PLC 10 S. Jefferson St., Ste. 1400 PO Box 14125 Roanoke, VA 24011	11753	Exhibit F Amended Claims to be Expunged
Ronald Benderson Trust 1995 Attn: James S. Carr & Robert L. LeHane Kelley Drye & Warren LLP 101 Park Ave. New York, NY 10178	14920	Exhibit D Invalid Claims to be Expunged
Ronald Benderson Trust 1995 Attn: James S. Carr & Robert L. LeHane Kelley Drye & Warren LLP 101 Park Ave. New York, NY 10178	13427	Exhibit F Amended Claims to be Expunged
Ronald Benderson Trust 1995 Attn: James S. Carr Robert L. LeHane Kelley Drye & Warren LLP 101 Park Ave. New York, NY 10178	12469	Exhibit C Reduction of Certain Partially Invalid Claims
THE WEST CAMPUS SQUARE CO LLC C/O DOLMAR INC. 433 N. CAMDEN DR., STE. 500 BEVERLY HILLS, CA 90210	9028	Exhibit C Reduction of Certain Partially Invalid Claims
The West Campus Square Company LLC J. Bennett Friedman, Esq. Friedman Law Group 1900 Avenue of the Stars, Ste. 1800 Los Angeles, CA 90067-4409	7526	Exhibit F Amended Claims to be Expunged
U.S. Bank National Association as purchaser of assets of Park National Bank Attn: Richard C. Maxwell c/o Woods Rogers PLC 10 S. Jefferson St., Ste. 1400 PO Box 14125 Roanoke, VA 24011	14794	Exhibit D Invalid Claims to be Expunged